IN WITNESS WHEREOF, the parties hereto have caused the Stipulation to be executed, by their duly authorized attorneys, dated as of March 26, 2004.

Dated: March 26, 2004

s/Richard S. Wayne
Richard S. Wayne Attorney Bar Number 0022390
s/William K. Flynn
William K. Flynn Attorney Bar Number 0029536
STRAUSS & TROY
150 East Fourth Street
Cincinnati, OH 45202-4018
Telephone: 513/621-2120

email: rswayne@strausstroy.com email: wkflynn@strausstroy.com

MILBERG WEISS BERSHAD HYNES

& LERACH LLP William S. Lerach Helen J. Hodges Edward P. Dietrich Jeffrey D. Light Scott H. Saham Tricia L. McCormick 401 B Street, Suite 1700 San Diego, CA 92101 Telephone: 619/231-1058

Lead Counsel for Plaintiffs

WEIL, GOTSHAL & MANGES s/Joseph S. Allerhand s/John A. Neuwirth 767 Fifth Avenue New York, NY 10153-0119 Telephone: 212/310-8000 212/310-8007 (fax)

Counsel for all Defendants Except James F. Will

JANIK & DORMAN LLP s/Andrew J. Dorman 0063410 s/Brian T. McElroy 0073930 9200 South Hill Boulevard, Suite 300 Cleveland, OH 44147-3521 Telephone: 440/838-7600 440-838/7601 (fax)

email: brian.mcelroy@janiklaw.com

Counsel for James F. Will

45688.855.426550.1

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been filed electronically with the U.S. District Court; has been sent electronically this 26th day of March, 2004. Notice of this filing will be sent to all parties by operation of the Court's electronic filing system. Parities may access this filing through the Court's system. If a party is not given notice electronically through the Court's system a copy will be served by ordinary United States mail, first class postage prepaid, this 26th day of March, 2004.

s/Richard S. Wayne Richard S. Wayne Attorney Bar Number 0022390